

**MARK E. FELGER (MF9985)**  
**JERROLD N. POSLUSNY, JR. (JP7140)**  
**COZEN O'CONNOR**  
LibertyView, Suite 300  
457 Haddonfield Road  
Cherry Hill, NJ 08002  
(856) 910-5000  
(856) 910-5075 (fax)

Attorneys for the Debtors

In re:	:	UNITED STATES BANKRUPTCY COURT
	:	FOR THE DISTRICT OF NEW JERSEY
	:	
SHAPES/ARCH HOLDINGS L.L.C., <u>et</u>	:	CHAPTER 11
<u>al.</u> ,	:	
	:	
	:	CASE NO. 08-14631 (GMB)
Debtors.	:	(Jointly Administered)

## AFFIDAVIT IN SUPPORT OF ORDINARY COURSE RETENTION

COMMONWEALTH OF PENNSYLVANIA )  
 ) ss:  
COUNTY OF MONTGOMERY )

Bruce S. Katcher declares as follows:

1. I am a partner of the firm of Manko, Gold, Katcher & Fox, LLP (the “Firm”), which maintains offices at 401 City Avenue, Bala Cynwyd, PA 19004.

2. This Affidavit is submitted in connection with an order of the United States Bankruptcy Court for the District of New Jersey dated April 23, 2008 authorizing Shapes/Arch Holdings L.L.C, Shapes L.L.C., Delair L.L.C., Accu-Weld L.L.C. and Ultra L.L.C. (the “Debtors”) to retain certain professionals in the ordinary course of business during the pendency of the Debtors’ Chapter 11 cases. The Debtors have requested, and the Firm has agreed, to continue to represent and advise the Debtors pursuant to Section 327(e) of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”).

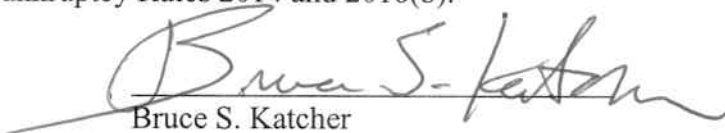
3. The Firm has provided, and/or intends to provide, the following services to the Debtors from and after the Petition Date: legal counsel on environmental matters as required by the Debtors.

4. To the best of my knowledge, information and belief, formed after due inquiry, (i) the Firm does not currently provide services to any party in any matter related to the Debtors, and (ii) the Firm does not represent or hold an interest adverse to the Debtors or their estates with respect to the matters in which the Firm will provide services<sup>1</sup>.

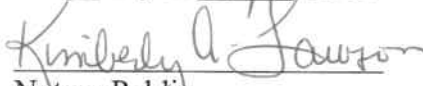
5. The Firm may now, or in the future, provide services to certain creditors of the Debtors or other parties in matters not related to the Debtors and their estates, but in this regard, the Firm's work for these clients will not include representation on any matters relating to the Debtors' Chapter 11 cases.

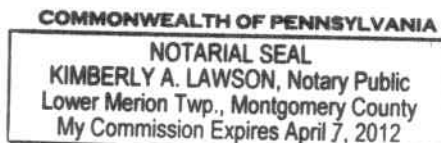
6. The Firm further states that it has not shared, nor agreed to share any compensation received in connection with these Chapter 11 cases with another party or person, other than as permitted by Section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

7. The foregoing constitutes the statement of the Firm pursuant to Sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

  
Bruce S. Katcher  
Partner  
Manko, Gold, Katcher & Fox, LLP

Sworn to before me  
this 20<sup>th</sup> day of MAY, 2008

  
Notary Public



<sup>1</sup> The Firm Does have a pre-petition claim in the amount of \$29,851.46.

**EXHIBIT "C"**

**MARK E. FELGER (MF9985)**  
**JERROLD N. POSLUSNY, JR. (JP7140)**  
**COZEN O'CONNOR**  
LibertyView, Suite 300  
457 Haddonfield Road  
Cherry Hill, NJ 08002  
(856) 910-5000  
(856) 910-5075 (fax)

Proposed Attorneys for the Debtors

---

In re:	:	UNITED STATES BANKRUPTCY COURT
	:	FOR THE DISTRICT OF NEW JERSEY
	:	
SHAPES/ARCH HOLDINGS L.L.C., et	:	CHAPTER 11
<u>al.</u> ,	:	
	:	
Debtors.	:	CASE NO. 08-14631 (GMB)
	:	(Jointly Administered)

---

**RETENTION QUESTIONNAIRE**

**TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY**

Shapes/Arch Holdings L.L.C, Shapes L.L.C., Delair L.L.C., Accu-Weld L.L.C. and/or Ultra L.L.C. (the "Debtors")

**FILE THIS QUESTIONNAIRE WITH THE COURT.**

**RETURN A COPY OF IT TO:**

1. Shapes/Arch Holdings L.L.C.  
9000 River Road  
Delair, NJ 08110  
Attn: David Gollin, Esq.
2. Cozen O'Connor  
Chase Manhattan Centre  
1201 North Market St.  
Suite 140  
Wilmington, DE 19801  
Attn: Mark E. Felger, Esq.

3. Cozen O'Connor  
LibertyView, Suite 300  
457 Haddonfield Road  
Cherry Hill, NJ 08002  
Attn: Jerrold N. Poslusny, Jr., Esq.
4. Office of the United States Trustee  
One Newark Center  
Suite 2100  
Newark, NJ 07102  
Attn: Peter J. D'Auria, Esq.  
Attn: Jeffrey M. Sponder, Esq.
5. Blank Rome LLP  
One Logan Square  
130 North 18th Street  
Philadelphia, PA 19103-6998  
Attn: Joel Shapiro, Esq.
6. Blank Rome LLP  
The Chrysler Building  
405 Lexington Ave.  
New York, NY 10174  
Attn: Lawrence Flick, Esq.
7. Stradley Ronon  
2600 One Commerce Square  
Philadelphia, PA 19103  
Attn: Paul A. Patterson, Esq.  
Attn: Gary P. Scharmett, Esq.

If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:  
Manko, Gold, Katcher & Fox, LLP  
401 City Avenue, Suite 500  
Bala Cynwyd, PA 19004
2. Date of Retention: November 27, 2000
3. Type of Service Provided (accounting, legal, etc.):  
Legal  
\_\_\_\_\_  
\_\_\_\_\_

4. Brief description of services to be provided:  
Legal counsel in connection with environmental  
matters as required.
5. Arrangements for compensation (hourly, contingent, etc.):  
Hourly  
(a) Average hourly rate (if applicable): \$325.00  
(b) Estimated average monthly compensation based on pre-petition retention (if firm was employed pre-petition):  
Average of \$600/month, 2000-2007
6. Pre-petition claims against any of the Debtors held by the firm:  
Amount of claim: \$ 29,851.46  
Date claim arose: Services rendered Dec 2007 - Feb 2008  
Source of claim: Legal counsel
7. Pre-petition claims against any of the Debtors held individually by any member, associate or professional employee of the firm:  
  
Name: N/A  
Status:   
Amount of claim: \$   
Date claim arose:   
Source of claim:
8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed:  
None